

*Gary Spraker*

Honorable Gary Spraker  
United States Bankruptcy Judge



Entered on Docket  
June 26, 2017

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**UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF NEVADA**

In re:	)	CASE NO.: 16-14459-GS
	)	
SunPower by Renewable Energy Electric, Inc.,	)	Chapter 11
	)	
Debtor.	)	Hearing Date: June 14, 2017
	)	Hearing Time: 1:30 p.m.

**ORDER (i) APPROVING THE DISCLOSURE STATEMENT; (ii) APPROVING THE FORM OF BALLOTS AND PROPOSED SOLICITATION AND TABULATION PROCEDURES; (iii) FIXING THE VOTING DEADLINE WITH RESPECT TO THE DEBTOR'S CHAPTER 11 PLAN; (iv) PRESCRIBING THE FORM AND MANNER OF NOTICE THEREOF; (v) FIXING THE LAST DATE FOR FILING OBJECTIONS TO CHAPTER 11 PLAN; (vi) SCHEDULING A HEARING TO CONSIDER CONFIRMATION OF THE CHAPTER 11 PLAN; AND (vii) APPOINTING THE SOLICITATION AND TABULATION AGENT**

Upon the motion dated March 31, 2017 (the "**Scheduling Motion**"),<sup>1</sup> with the Disclosure Statement dated March 31, 2017, and the Plan of Reorganization dated March 31, 2017, of the above-captioned debtor and debtor-in-possession (the "**Debtor**"), for the entry of an order, (i) approving the disclosure statement; (ii) approving the form of ballots and proposed

<sup>1</sup> All capitalized terms not otherwise defined herein have the meanings ascribed to such terms in the Scheduling Motion.

1 solicitation and tabulation procedures for the Plan; (iii) fixing the voting deadline with respect  
2 to the Plan; (iv) prescribing the form and manner of notice thereof; (v) fixing the last day for  
3 filing objections to the Plan; (vi) scheduling a hearing to consider the confirmation of the Plan;  
4 and (vii) approving Schwartz Flansburg PLLC (“**SF**”) as the Debtor’s solicitation and  
5 tabulation agent (the “**Solicitation and Tabulation Agent**”); and it appearing that the Court  
6 has jurisdiction over this matter; and the Debtor having filing its First Amended Disclosure  
7 Statement and its First Amended Plan of Reorganization on June 6, 2017, addressing requests  
8 of the Debtor’s creditors; and the Debtor having filed a Second Amended Disclosure Statement  
9 (as amended, the “**Disclosure Statement**”) and Second Amended Plan of Reorganization (the  
10 “**Plan**”) on June 13, 2017, addressing requests and clarifications of the Court; and it further  
11 appearing that the relief requested in the Scheduling Motion is in the best interests of the  
12 Debtor, its bankruptcy estate and its creditors; and upon all of the proceedings had before the  
13 Court; and after due deliberation and sufficient cause appearing therefore, it is hereby:  
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19 **ORDERED** that the Pursuant to section 1125 of the Bankruptcy Code and Rule  
20 3017(b) of the Federal Rules of Bankruptcy Procedure, the Disclosure Statement, as amended,  
21 is hereby approved, and it is further  
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23 **ORDERED** that pursuant to Bankruptcy Rule 3017(c), **August 3, 2017**, shall be the  
24 last date to vote to accept or reject the Plan (the “**Voting Deadline**”); and it is further  
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26 **ORDERED** that pursuant to section 1128(a) of the Bankruptcy Code and Bankruptcy  
27 Rule 3017(c), the Confirmation Hearing in this Chapter 11 case shall be held on **August 17,**  
28 **2017, at 9:30 a.m.**; and it is further  
29

30 **ORDERED** that pursuant to Bankruptcy Rules 3020(b) and 9006(c)(1), objections, if  
31 any, to confirmation of the Plan shall be in writing and shall (a) state the name and address of  
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1 the objecting party and the nature and amount of the claim or interest of such party, (b) state  
2 with particularity the basis and nature of each objection or proposed modification to the Plan,  
3 and (c) be filed, together with proofs of service, with the Court (with a copy delivered to  
4 chambers) and served so that such objections are actually received by the parties listed below,  
5 no later than **August 3, 2017** (the “**Confirmation Objection Deadline**”):  
6

7  
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13 and it is further

14 **ORDERED** that any party failing to file and serve an objection to the Plan in  
15 compliance with this Order shall be barred from raising any objections at the Confirmation  
16 Hearing; and it is further

17 **ORDERED** that the Debtor’s exclusivity period to file a plan and seek acceptances  
18 thereof is hereby terminated; and it is further

19 **ORDERED** that replies to any objections to the Plan, along with the Debtor’s voting  
20 tabulation and brief in support of confirmation shall be due on **August 10, 2017**; and it is  
21 further  
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23 **ORDERED** that the Confirmation Hearing may be adjourned from time to time  
24 without prior notice to holders of claims, holders of equity interests, or other parties in interest  
25 other than the announcement of the adjourned hearing date at the Confirmation Hearing; and it  
26 is further  
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28 **ORDERED** that pursuant to Bankruptcy Rules 3018(c) and 3017(a), the form of  
29 ballots, attached to the Scheduling Motion as Exhibit B is approved; and it is further  
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1       **ORDERED** that the notices attached to the Scheduling Motion, as exhibits are  
2 approved; and it is further

3       **ORDERED** that pursuant to Bankruptcy Rules 3017(c) and 3018(a), the holders of  
4 claims in Classes 1, 2, 3, 4, 5, 6, 7 and 8 may vote to accept or reject the Plan by indicating its  
5 acceptance or rejection of the Plan on the ballots provided therefore; and it is further  
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7       **ORDERED** that the provision of notice in accordance with the procedures set forth in  
8 this Order and the Voting Procedures shall be deemed good and sufficient notice of the  
9 Confirmation Hearing, the Voting Deadline and the Confirmation Objection Deadline; and it is  
10 further  
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12       **ORDERED** that, pursuant to Bankruptcy Rule 3017(c), but except as otherwise  
13 expressly provided in the Voting Procedures, in order to be considered as acceptances or  
14 rejections of the Plan, all ballots must be properly completed, executed, marked and actually  
15 received by the Solicitation and Tabulation Agent on or before the Voting Deadline; and it is  
16 further  
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20       **ORDERED** that the Solicitation and Tabulation Agent is authorized and directed to  
21 effect any action reasonably necessary to accomplish the solicitation and tabulation services  
22 contemplated by the Disclosure Statement and the Voting Procedures; and it is further  
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24       **ORDERED** that the Debtor is not required to mail a Solicitation Package, an  
25 Unimpaired Class Notice or a Shareholder Notice (as the case may be) to any individual or  
26 entity at an address from which notice of the Disclosure Statement Hearing was returned by the  
27 United States Postal Office as undeliverable, unless the Debtor or the Solicitation and  
28 Tabulation Agent are provided with a more accurate address prior to the Record Date. The  
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1 Solicitation and Tabulation Agent shall report any undeliverable solicitation packages in its  
2 ballot declaration; and it is further

3 **ORDERED** that any entity entitled to vote to accept or reject the Plan may change its  
4 vote before the Voting Deadline by casting a superseding ballot so that such superseding ballot  
5 is actually received by the Solicitation and Tabulation Agent on or before the Voting Deadline;  
6 and it is further  
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8 **ORDERED** that creditors who timely file an objection prior to the Confirmation  
9 Objection Deadline, but fail to cast a ballot prior to the Voting Deadline, may cast a ballot  
10 through the time of the Confirmation Hearing in connection with the resolution of its objection;  
11 and it is further  
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13 **ORDERED** that the Debtor is authorized and empowered to take such other actions  
14 and execute such other documents as may be necessary or appropriate to implement the terms  
15 of this Order; and it is further  
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17 **ORDERED** that this Court shall, and hereby does, retain jurisdiction with respect to all  
18 matters arising from or in relation to the implementation of this Order.  
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20 SUBMITTED BY:  
21

22 SCHWARTZ FLANSBURG PLLC  
23

24 By: /s/ Samuel A. Schwartz  
25 Samuel A. Schwartz, Esq., NBN 10985  
26 Bryan A. Lindsey, Esq., NBN 10662  
27 6623 Las Vegas Blvd. South, Suite 300  
28 Las Vegas, Nevada 89119  
29 Attorneys for Debtor  
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31  
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**SUBMISSION TO COUNSEL FOR APPROVAL PURSUANT TO LR 9021**

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

\_\_\_\_\_ The court has waived the requirement set forth in LR 9021(b)(1).

\_\_\_\_\_ No party appeared at the hearing or filed an objection to the motion.

  X   I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

\_\_\_\_\_ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of this order.

APPROVED:           Mark Taylor, Esq.

DISAPPROVED:

FAILED TO RESPOND:

Submitted by:

SCHWARTZ FLANSBURG PLLC

By: /s/ Samuel A. Schwartz  
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